

Dorman D. Mark
Form 3
November 19, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â Dorman D. Mark

(Last) (First) (Middle)

920 SW SIXTH AVENUE,
SUITE 1400

(Street)

PORTLAND,Â ORÂ 97204

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

11/19/2008

3. Issuer Name and Ticker or Trading Symbol
Grand Canyon Education, Inc. [LOPE]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

☒ Director ☒ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

Date Exercisable

Expiration Date

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title

Amount or Number of Shares

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)
or Indirect (I)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

(Instr. 5)

Series A Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	4,213 <u>(1)</u> <u>(2)</u>	\$ <u>(1)</u>	I	Endeavour Capital Fund IV, L.P.
Series A Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	258 <u>(1)</u> <u>(2)</u>	\$ <u>(1)</u>	I	Endeavor Associates Fund IV, L.P.
Series A Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	477 <u>(1)</u> <u>(2)</u>	\$ <u>(1)</u>	I	Endeavor Capital Parallel Fund IV, L.P.
Series C Preferred Stock	Â <u>(3)</u>	Â <u>(3)</u>	Common Stock	1,426.09 <u>(2)</u> <u>(3)</u>	\$ <u>(3)</u>	I	Endeavour Capital Fund IV, L.P.
Series C Preferred Stock	Â <u>(3)</u>	Â <u>(3)</u>	Common Stock	87.44 <u>(2)</u> <u>(3)</u>	\$ <u>(3)</u>	I	Endeavor Associates Fund IV, L.P.
Series C Preferred Stock	Â <u>(3)</u>	Â <u>(3)</u>	Common Stock	161.48 <u>(2)</u> <u>(3)</u>	\$ <u>(3)</u>	I	Endeavor Capital Parallel Fund IV, L.P.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dorman D. Mark 920 SW SIXTH AVENUE, SUITE 1400 PORTLAND,Â ORÂ 97204	Â X	Â X	Â	Â

Signatures

/s/ Lyn Bickle,
Attorney-in-Fact

11/19/2008

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) Upon the closing of the initial public offering of the Issuer's Common Stock, each share of Series A Preferred Stock will automatically convert into 1,826 shares of the Issuer's Common Stock, for no additional consideration.

- Mr. Dorman is a managing director of Endeavour Capital IV, LLC the general partner of Endeavour Capital Fund IV, L.P., Endeavour Associates Fund IV, L.P. and Endeavour Capital Parallel Fund IV, L.P. Mr. Dorman disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

- Upon the closing of the initial public offering of the Issuer's Common Stock, each share of Series C Preferred Stock will automatically convert into shares of the Issuer's Common Stock based on a conversion price equal to the initial public offering price per share, for no additional consideration.

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Remarks:

ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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